

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF OHIO
WESTERN DIVISION**

MILDRED W. FINCH, et al.,

CASE No. 1:02 CV 132

Plaintiffs,

v.

Judge Sandra S. Beckwith

**GEORGE FIORINI, DBA FIORINI
AGENCY, et al.,**

Defendants.

**RESPONSE OF DEFENDANTS STEVEN VENTRE AND GUARDIAN
INVESTMENTS, LLC TO SHOW CAUSE ORDER**

Defendants Steven Ventre (“Ventre”) and Guardian Investments, LLC (“Guardian”) hereby respond to this Court’s Show Cause Order (Docket No. 106) for denial of plaintiffs’ motion for leave to file a third amended complaint.

Background

Plaintiffs’ Third Amended Class Action Complaint (“Complaint”) is the latest effort by the plaintiffs and their counsel to act as representatives of the putative class in this matter. On numerous occasions this Court has repeatedly denied plaintiffs’ efforts to certify this case as a class action. (Docket Nos. 71, 82, 86, and 96).

Despite the fact this matter is more than two and one-half years old, counsel for the plaintiffs has not engaged in any discovery, identified any expert witnesses, or filed any dispositive motions as required by the Court’s scheduling order. (Docket No. 84). Trial is set for December 6, 2004.

Plaintiff’s third amended class action complaint seeks to add Sanitec Group, LLC (“Group”) and Sanitec Industries Inc. (“Industries”) as defendants. Group is owned by

Guardian. Industries is a California corporation. Recently Group, Ventre, Guardian, a number of investors, and Industries entered into a Settlement Agreement (Docket No. 102) in which, in return for the transfer of intellectual property to Industries, Industries agreed to make certain financial considerations to the investors. In their Complaint, the plaintiffs allege this transfer was fraudulent. Defendants hereby incorporate the discussion concerning the Settlement Agreement at Pages 3-6 in Response Of Intervenor Sanitec Industries, Inc. To Show Cause Order (Docket No. 109).

Argument

Defendants hereby adopt the arguments contained at pages 11-16 in Response of Intervenor Sanitec Industries, Inc. To Show Cause Order (Docket No. 109).

This matter has been pending for more than two years. Plaintiffs have filed amended the complaint on two prior occasions but have done virtually nothing to pursue their claims.

There is simply no good reason to permit yet another amendment of the complaint and further delay the trial.

Conclusion

For the foregoing reasons, plaintiffs' motion for leave to file a third amended complaint should be denied.

Respectfully submitted,

/s/ Patrick J. Hanley
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CERTIFICATE OF SERVICE

The undersigned certifies that the foregoing was filed electronically with this Court on this 10th day of September, 2004, and that all parties will be served via the Court's electronic filing system with a copy also being served via regular U.S. Mail on this same date to: William B. Singer, 621 East Mehring Way, #1609, Cincinnati, Ohio 45202.

/s/ Patrick J. Hanley